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June 12, 2023

**By ECF**

Hon. Paul A. Engelmayer  
United States District Court  
Southern District of New York  
40 Foley Square, Room 2201  
New York, New York 10007

Re: *Carlyle Aviation Management Limited, et al. v. Frontier Airlines, Inc.*,  
No. 1:23-cv-04774 (PAE) – Frontier’s Motion to File State Court Complaint Under Seal

Dear Judge Engelmayer:

We represent Frontier Airlines, Inc. (“Frontier”) in the above-captioned proceedings. On June 6, 2023, Frontier removed this action from the Supreme Court of the State of New York, County of New York (the “State Court”). [Dkt. No. 1.] On June 8, 2023, Your Honor accepted the action as related to *Frontier Airlines, Inc. v. AMCK Aviation Holdings Ireland Limited, et al.*, No. 1:22-cv-02943.

Pursuant to an Order to Show Cause entered by the State Court [Dkt. No. 1-3] (the “State Court OTSC”), Plaintiffs filed their Complaint under seal with the State Court and publicly filed a redacted version as Exhibit A to the Affirmation of Jed M. Schwartz (the “Schwartz Affirmation”), who is outside counsel for Plaintiffs. In connection with its Notice of Removal, and consistent with the State Court’s OTSC, Frontier filed as Exhibit B to the Notice of Removal the public version of the Complaint containing Plaintiffs’ redactions and stated that it would move this Court for permission to file an unredacted copy of the Complaint under seal. [Dkt. No. 1 at 2 n.1.]

The Schwartz Affirmation states that Plaintiffs redacted those portions of the Complaint referencing “certain price terms of pending sales and financings with third parties and the proceeds certain Plaintiffs would obtain from such transactions.” Schwartz Aff. ¶ 4. The Schwartz Affirmation further states that the redacted information “is confidential pursuant to purchasing agreements and financing agreement executed between certain Plaintiffs and third parties” and “is therefore highly sensitive and confidential business information pertaining to ongoing business transactions with third parties.” *Id.*

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Frontier presently takes no position whether the redacted information in the Complaint is confidential but requests the Court permit it to file the unredacted Complaint under seal. An unredacted version of the Complaint is attached to the Declaration of Eric B Fisher filed in support of this motion.

Very truly yours,

A handwritten signature in black ink, appearing to read "Eric B. Fisher". The signature is written in a cursive, flowing style.

Eric B. Fisher

Enclosures

cc: Jed M. Schwartz, Esq. (via FedEx)  
Emily Werkmann, Esq. (via FedEx)